



ARIZONA CORP COMMISSION  
FILED

JAN 26 2017

FILE NO.

21557563

ARTICLES OF INCORPORATION

OF

**THE JOE ARPAIO ACTION FUND**  
**An Arizona Nonprofit Corporation**

The undersigned, acting as incorporator of a nonprofit corporation pursuant to the laws of the State of Arizona, hereby adopts these Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is: The Joe Arpaio Action Fund.

ARTICLE II

STATUTORY AGENT

The name and address of the corporation's statutory agent is Christopher Hegstrom, 17124 East Oro Grande Drive, Fountain Hills, Arizona 85268.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The address of the corporation's principal place of business is: 3230 East Broadway Road, Suite C-260, Phoenix, Arizona 85040.

ARTICLE IV

INCORPORATOR

The name and address of the incorporator is Christopher Hegstrom, 17124 East Oro Grande Drive, Fountain Hills, Arizona 85268.

ARTICLE V

MEMBERS

The corporation will not have members. The entire voting power for all purposes shall rest in the Board of Directors. The corporation shall have no capital stock or stockholders.

## ARTICLE VI

### DURATION

The corporation shall have a perpetual existence.

## ARTICLE VII

### OBJECT, PURPOSES, AND INITIAL ACTIVITIES

The corporation is formed and shall be operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (the "Code"). Its primary purpose as well as its initial activities shall be to promote social welfare by educating citizens on public policy initiatives impacting individuals and businesses, and advocating for policies that promote and foster civil liberties, constitutional principles and economic growth.

## ARTICLE VIII

### POWERS

In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions in Article IX and elsewhere in these Articles, the corporation shall have and may exercise all such powers as are lawful for nonprofit corporations organized under the laws of the State of Arizona, including any powers expressly or impliedly conferred upon nonprofit corporations pursuant to Section 10-3302 of the Arizona Revised Statutes.

## ARTICLE IX

### RESTRICTIONS UPON THE POWERS

Notwithstanding any other provision of these Articles of Incorporation:

A. No part of the net earnings of the corporation shall inure to the benefit of any director or officer of the corporation or any other private individual whatsoever (except that the corporation may pay reasonable compensation for services actually performed, and that reasonable payments may be paid for expenses incurred on behalf of the corporation, in the conduct of one or more of its purposes), and no director or officer of the corporation, or any other private individual whatsoever, shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise. Any and all property, both real and personal, which may be owned by the corporation at any time, is and shall always be exclusively and irrevocably dedicated to the social welfare purposes of this organization.

B. No part of the assets of the corporation shall be contributed to any organizations whose net earnings or any part thereof inure to the benefit of any private individual.

C. The corporation shall not conduct or carry on any activities not permitted to be carried on or conducted by a corporation exempt from federal income taxation under Section 501(c)(4) of the Code (or the corresponding provision of any future United States Internal Revenue Code).

D. The corporation's primary activity and purpose shall not be participation or intervention in any political campaign on behalf of any candidate for public office.

## ARTICLE X

### BOARD OF DIRECTORS

A The control and management of the affairs of the corporation and of the disposition of its funds and property shall be vested in the Board of Directors. The number of directors (which shall not be fewer than one), the term of office, manner of selection and election, and qualifications and rights shall be determined in accordance with the Bylaws of the corporation from time to time in force.

B The initial directors of the corporation, until successors are elected and qualified, shall be:

Christopher Hegstrom, 17124 East Oro Grande Drive, Fountain Hills, Arizona 85268;

Charles Edwards, 3620 South Heath Way, Chandler, Arizona 85248; and

Dan Wickner, 4602 East Desert Drive, Phoenix, Arizona 85044.

## ARTICLE XI

### BYLAWS

The Board of Directors shall have the power to alter, amend or repeal the Bylaws to the extent provided therein. Such Bylaws may contain any provisions for the regulation or management of the affairs of the corporation which are not inconsistent with the law or these Articles of Incorporation as the same may, from time to time, be amended. However, no bylaw at any time in effect shall have the effect of giving any director or officer of this corporation any proprietary interest in its property or assets, whether during the term of its existence or as an incident to its dissolution.

## ARTICLE XII

### INDEMNIFICATION OF DIRECTORS AND OFFICERS

A The corporation shall, subject to the provisions of the Bylaws of the corporation, indemnify any and all of its directors and officers to the fullest extent provided by the laws of the State of Arizona.

B The personal liability of the directors to the corporation for monetary damages for any action taken or any failure to take any action as a director is eliminated to the fullest extent permitted by the laws of the State of Arizona, except that a director may be held liable for (1) an intentional infliction of harm on the corporation, (2) the amount of a financial benefit received by a director to which the director is not entitled, (3) a violation of Section 10-3833 of the Arizona Revised Statutes, or (4) an intentional violation of criminal law.

## ARTICLE XIII

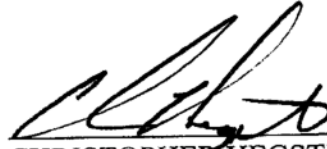
### DISSOLUTION

Upon any liquidation, dissolution, or winding up of the corporation, after the liabilities of the corporation have been discharged or provided for, the corporation's remaining assets shall be distributed exclusively to or for the benefit of an organization or organizations which are then qualified as exempt from taxation under Section 501(c)(3) or 501(c)(4) of the Code or its successor provision, which are described in Section 170(c)(2) of the Code, and each of which has been in existence and so described for a continuous period of at least sixty (60) calendar months. The selection of such organization or organizations shall be made by the then acting Board of Directors. If such determination cannot be made for any reason, such determination shall be made by the Superior Court for the County of Maricopa, State of Arizona.

*[The remainder of this page has intentionally been left blank.]*

**Approval of Incorporator**

IN WITNESS WHEREOF, the undersigned has subscribed his name to these Articles of Incorporation, as Incorporator, this 24th day of January, 2017.

A handwritten signature in black ink, appearing to read 'C. Hegstrom', is written over a horizontal line.

CHRISTOPHER HEGSTROM  
Incorporator

**Approval of Statutory Agent**

I, having been designated to act as statutory agent for The Joe Arpaio Action Fund, hereby consent to act in that capacity until removal or my resignation is submitted in accordance with applicable law, this 24th day of January, 2017.



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CHRISTOPHER HEGSTROM  
Statutory Agent

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

## CERTIFICATE OF DISCLOSURE

Read the Instructions C003i

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

The Joe Arpaio Action Fund

2. **A.C.C. FILE NUMBER** (if already incorporated or registered in AZ):  
Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. **Check only one of the following to indicate the type of Certificate:**

- ☒ Initial (accompanies formation or registration documents)  
☐ Annual (credit unions and loan companies only)  
☐ Supplemental to COD filed \_\_\_\_\_ (supplements a previously-filed Certificate of Disclosure)

### 4. FELONY/JUDGMENT QUESTIONS:

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

4.1	Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the five-year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the five-year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the five-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are <b>YES</b> , you <b>MUST</b> complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.		

**5. BANKRUPTCY QUESTION:**

**5.1** Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in **any other corporation** (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?

☐ Yes☒ No

**5.2** If the answer to number 5.1 is **YES**, you **MUST** complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.

**IMPORTANT:** If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

**SIGNATURE REQUIREMENTS:**

Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

Christopher Hegstrom

Name

17124 East Oro Grande Drive

Address 1

Address 2

Fountain Hills

AZ

85268

State

Zip

City

UNITED STATES

Country

**SIGNATURE** - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Signature

Christopher Hegstrom

1/24/2017

Printed Name

Date

**REQUIRED** - check only one:

- ☒ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- ☐ **Officer** - I am an officer of the corporation submitting this Certificate.
- ☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City

State

Zip

Country

**SIGNATURE** - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature

Printed Name

Date

**REQUIRED** - check only one:

- ☐ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- ☐ **Officer** - I am an officer of the corporation submitting this Certificate.
- ☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None

All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
1300 W. Washington St., Phoenix, Arizona 85007

Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.

If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.



DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

## STATUTORY AGENT ACCEPTANCE

Please read Instructions M002i

1. **ENTITY NAME** – give the **exact** name in Arizona of the corporation or LLC that has appointed the Statutory Agent (this must match exactly the name as listed on the document appointing the statutory agent, e.g., Articles of Organization or Article of Incorporation):

The Joe Arpaio Action Fund

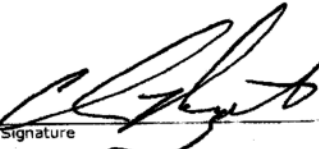
2. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be *either* an individual or an entity). **NOTE** - the name must match **exactly** the statutory agent name as listed in the document that appoints the statutory agent (e.g. Articles of Incorporation or Articles of Organization), including any middle initial or suffix:

Christopher Hegstrom

### 3. STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 2 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the appointing entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

The person signing below declares and certifies *under penalty of perjury* that the information contained within this document together with any attachments is true and correct, and is submitted in compliance with Arizona law.

x   
Signature

Christopher Hegstrom

Printed Name

1/24/2017

Date

**REQUIRED** – check only one:

- |   |   |
|---|---|
| <input checked="" type="checkbox"/> <b>Individual as statutory agent:</b> I am signing on behalf of myself as the individual (natural person) named as statutory agent. | <input type="checkbox"/> <b>Entity as statutory agent:</b> I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity. |
|---|---|

Filing Fee: none (regular processing)  
Expedited processing – not applicable.  
All fees are nonrefundable – see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
1300 W. Washington St., Phoenix, Arizona 85007  
Fax: 602-542-4100

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